

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
GALVESTON DIVISION**

IN RE:§
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§
§**CHAPTER 11**

**HARBORWALK, LP;
HARBORWALK SALES CORPORATION;
HARBORWALK MARINA OPERATING
COMPANY, LTD.**

Case No. _____

Case No. _____

Case No. _____

DEBTORS.

**JOINT ADMINISTRATION
REQUESTED**

**CONSOLIDATED LIST OF CREDITORS
HOLDING 30 LARGEST UNSECURED CLAIMS¹**

	(1)	(2)	(3)	(4)	(5)
	Name of creditor and complete mailing address, including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent or department of creditor familiar with claim who may be contacted	Name of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent unliquidated, disputed, or subject to setoff	Amount of Claim
1	Bill Ring 706 West Viejo Friendswood, TX 77546			Disputed	\$501,834.56 ^A
2	Harborwalk Yacht Club Member Deposits (a list of all club members and their addresses and deposit amounts is attached hereto as Exhibit A).			Contingent, Setoff	\$455,000.00 ^{B, 2}
3	Lucas Construction 551 League City Pkwy, Suite C League City, TX 77573				\$238,390.17 ^A
4	Harborwalk Property Owners Association PO Box 219223 Houston, TX 77218				\$128,840.82 ^A

¹ Harborwalk, LP creditors are identified by the letter "A" next to the claim amount; Harborwalk Marina Operating Company, Ltd. creditors are identified by the letter "B" next to the claim amount; Harborwalk Sales Corporation creditors are identified by the letter "C" next to the claim amount.

² See **Exhibit A** for a break down of each Yacht Club Member's Deposit.

	(1)	(2)	(3)	(4)	(5)
5	WT Byler 15203 Lillja Lane Houston, TX 77060			Disputed, Contingent	\$76,973.80 ^A
6	Watkins Real Estate Development LLC PO Box 2328 League City, TX 77574				\$70,454.75 ^A
7	Interdirect 1250 Wood Branch Park Dr, S. 100 Houston, TX 77079				\$21,370.57 ^A
8	Fowler Rodriguez 1331 Lamar Street, Suite 1560 Houston, TX 77010				\$14,929.82 ^A
9	CBS Outdoor PO Box 33074 Newark, NJ 07188				\$12,849.98 ^A
10	Shirley & Sons PO Box 429 Cleveland, TX 77328			Contingent	\$10,000.00 ^A
11	Brite Lights of Houston PO Box 111 Seabrook, TX 77586				\$7,347.37 ^A
12	Lynn's Landscaping 2060 Pecan Orchard League City, TX 77573				\$5,385.69 ^A
13	KEM Texas PO Box 4981 Houston, TX 77210				\$5,100.00 ^A
14	RTM Media 11211 Katy Frwy, Suite 228 Houston, TX 77079				\$4,800.00 ^A
14	Geosurv PO Box 246 League City, TX 77574				\$4,070.00 ^A
15	PB&J Pavement Marking 14019 SW Freeway, #301-302 Sugar Land, TX 77478			Disputed	\$3,761.42 ^B
17	Robert Jones 17225 El Camino Real, Suite 400 Houston, TX 77058				\$3,523.76 ^A
18	Ben E. Keith PO Box 34810 San Antonio, TX 78265				\$3,493.98 ^B

	(1)	(2)	(3)	(4)	(5)
19	Office Depot PO Box 689020 Des Moines, IA 50368				\$2,994.86 ^B
20	Edward Don 2562 Paysphere Circle Chicago, IL 60674				\$2,109.85 ^B
21	HDR Shiner Mosely PO Box 3480 Omaha, NE 68103				\$2,015.78 ^A
22	City of Hitchcock PO Box 48 Hitchcock, TX 77563				\$2,000.59 ^B
23	LPH Enterprises 133 N. Friendswood Dr, No. 119 Friendswood, TX 77546				\$1,808.35 ^B
24	Martin Preferred Foods PO Box 4346, Dept 170 Houston, TX 77210				\$1,512.59 ^B
25	New Leaf Publishing 2006 Huldy Houston, TX 77019				\$1,500.00 ^A
26	Centerpoint PO Box 4981 Houston, TX 77210				\$1,461.99 ^{A, B, 3}
27	Fulton Seafood 2818 McKinney St Houston, TX 77003				\$1,428.43 ^B
28	Shelmark Engineering 8419 EF Lowry Expressway Texas City, TX 77591				\$1,314.60 ^A
29	Mike James 966 Bonita St. Bayou Vista, TX 77563				\$1,270.00 ^A
30	Third Coast Produce 3145 Produce Row Houston, TX 77023				\$1,170.79 ^B
	TOTAL				\$1,587,252.53

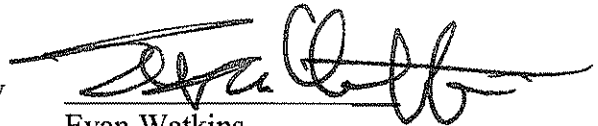
³ \$221,17 is owed by Harborwalk, LP, and the balance is owed by Harborwalk Marina Operating Company, Ltd.
HOUSTON2351552.2

DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF CORPORATION OR LIMITED LIABILITY COMPANY

I, Evan Watkins, the President of the Debtors in the above-captioned Chapter 11 cases, declare under penalty of perjury that I have read the foregoing Consolidated List of Creditors Holding 30 Largest Unsecured Claims and that it is true and correct to the best of my information and belief.

Dated: January 22 , 2010

By

A handwritten signature in black ink, appearing to read 'Evan Watkins', is written over a horizontal line.

Evan Watkins
Sole manager of the general partner
of Harborwalk Marina Operating
Company, Ltd. and the president of
Harborwalk, LP and Harborwalk
Sales Corporation

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the above and foregoing instrument has been served on the parties listed in the attached Service List via electronic means as listed on the court's ECF noticing system and/or by regular U. S. First Class Mail on this 25th day of January, 2010.

By: /s/ Marcy E. Kurtz
Marcy E. Kurtz

EXHIBIT A

CUSTOMER NAME	DEPOSIT	Address	City	State	Zip Code
ADERMAN, MARK	\$ 3,000.00	3417 TANGLEY RD	HOUSTON	TX	77005
ADKINS, WILDA MARIE	\$ 3,000.00	822 HARBOUR PL	SUGARLAND	TX	77478
ALLEN, JAMES	\$ 3,000.00	4019 COLERIDGE	HOUSTON	TX	77005
ANDERSON, DONALD	\$ 3,000.00	210 BRAMBLE BUSH LN	VICTORIA	TX	77904
ANDRIES, MICHAEL	\$ 3,000.00	7914 CANDLE LANE	HOUSTON	TX	77071
ANGELINA, JOHN	\$ 5,000.00	5 FLEMING	HITCHCOCK	TX	77563
BAGGS, DAVID	\$ 3,000.00	8115 HWY 6	HITCHCOCK	TX	77563
BAILEY, MICHAEL	\$ 5,000.00	3915 CHAMPION CREEK	RICHMOND	TX	77469
BAINES, JOHN	\$ 5,000.00	10402 IRIS LAKE COUR	HOUSTON	TX	77070
BEST, STEVE	\$ 3,000.00	307 GOLDEN BEAR DRIV	AUSTIN	TX	78738
BLACK, RICHARD	\$ 5,000.00	906 LAKESPUR DRIVE	SUGAR LAND	TX	77479
BLOUNT, DORIS	\$ 3,000.00	14655 CHAMPION FORES	HOUSTON	TX	77069
BRAWNER, KENNETH	\$ 5,000.00	13706 LEON SPRINGS L	CYPRESS	TX	77429
BREAUX, KENNETH	\$ 3,000.00	5001 WOODWAY PH # 1	HOUSTON	TX	77056
BRYAN, RICHARD	\$ 3,000.00	3418 SPRING MANOR	KINGWOOD	TX	77345
BUCHER, ROBERT	\$ 5,000.00	103 TRINITY OAKS	SPRING	TX	77381
BURNETT, MCCOY	\$ 5,000.00	12001 COVINGTON LANE	FRISCO	TX	75035
BYRNE, DON	\$ 5,000.00	ATTN: CARLOTTA	CONROE	TX	77303
CAINES, PAUL	\$ 5,000.00	7830 BANKSIDE	HOUSTON	TX	77071
CARMINE, BEN	\$ 3,000.00	15903 TURTLE BAY DR	HOUSTON	TX	77062
CASSELLA, LARRY	\$ 5,000.00	809 VALLEY TERRACE R	BURLESON	TX	76028
CHILDS, KEITH	\$ 5,000.00	PO BOX 5774	GALVESTON	TX	77554
COATS, RUSSELL	\$ 3,000.00	2207 PINELOCH DR	HOUSTON	TX	77062
COKER, JERRY	\$ 5,000.00	27 OAK COVE LN	HUMBLE	TX	77346
COMBS, ROBERT	\$ 5,000.00	60 ORCHARD FALLS DRI	SUGAR LAND	TX	77479
COUCH, RICHARD	\$ 3,000.00	4423 PLEASANT TRACE	HOUSTON	TX	77059
CRESS, SAMUEL	\$ 3,000.00	4545 SWEETWATER BLVD	SUGAR LAND	TX	77479
CROSS, ARNOLD	\$ 3,000.00	22 LOGGERHEAD	HITCHCOCK	TX	77563
CULLEN, JOHN	\$ 5,000.00	2217 SUMMIT PASS LAN	LEAGUE CITY	TX	77573
CULLINANE, GLEN	\$ 3,000.00	2023 CUTTER	LEAGUE CITY	TX	77573
DAIGLE, RALPH	\$ 5,000.00	23 PLAYER BEND DR	SPRING	TX	77382
DANIEL, HARRY	\$ 3,000.00	12438 MOSSYCUP DR	HOUSTON	TX	77024
DANNENBERG, KERMIT	\$ 5,000.00	639 SENTURY HILL	SAN ANTONIO	TX	78260
DECORT, DAVID	\$ 3,000.00	907 ENCLAVE LAKE DR	HOUSTON	TX	77077
DEL PAPA, LARRY	\$ 5,000.00	ATTN: GAY DAVIDSON	BEAUMONT	TX	77707
DELAUP, HENRY M.	\$ 3,000.00	19527 CLOVERSTONE CT	HOUSTON	TX	77094
DICK, JIM	\$ 5,000.00	31 WATERKEY	HITCHCOCK	TX	77563
DOLEN, JEFF	\$ 3,000.00	9321 MELDRUM	HOUSTON	TX	77075
DRURY, JAMES	\$ 3,000.00	18096 KINGS ROW	HOUSTON	TX	77058
EDGAR, RONALD	\$ 3,000.00	6 ISLAMORADA	HITCHCOCK	TX	77563
EDISON, TIM	\$ 5,000.00	2706 GREEN FIELDS DR	SUGARLAND	TX	77479
EDWARDS, ROSCOE	\$ 3,000.00	13 HALF MOON	HITCHCOCK	TX	77563
EVANS, MARY	\$ 3,000.00	4110 BLUE BONNET BLV	HOUSTON	TX	77025
FERGUSON, ROSS	\$ 5,000.00	1270 CRABB RIVER ROA	RICHMOND	TX	77469
FONTANA, EMMANUEL "KYM"	\$ 3,000.00	3000 WESLAYAN, SUITE	HOUSTON	TX	77027

FOWLER, EILEEN	\$ 3,000.00	2601 S BROADWAY # 6	LA PORTE	TX	77571
FOWLER, MARK	\$ 5,000.00	PO BOX 460026	HOUSTON	TX	77056
FULLER, GLENN	\$ 3,000.00	9 SUGARLOAF	HITCHCOCK	TX	77563
GARDNER, EDWARD	\$ 3,000.00	2519 SOUTH BOULEVARD	HOUSTON	TX	77098
GASS, ROBERT	\$ 5,000.00	615 WESTWOOD CIRCLE	LA MARQUE	TX	77568
					77356-
GATTIS, JOHN M.	\$ 5,000.00	196 LAKESIDE DRIVE	MONTGOMERY	TX	9029
					77589-
GENTRY, MARC	\$ 3,000.00	PO BOX 890145	HOUSTON	TX	0145
GIBBS, HARRY	\$ 5,000.00	4118 COLONY CROSSING	SUGAR LAND	TX	77479
GIDNEY, JASON	\$ 3,000.00	211 LEAGUE CITY PARK	LEAGUE CITY	TX	77573
GODLEY, BERNARD	\$ 3,000.00	11 WATERKEY	HITCHCOCK	TX	77563
GOLAN, JASON	\$ 5,000.00	26 BEACON HILL	SUGAR LAND	TX	77479
GRAVES, KYLE	\$ 5,000.00	1809 CR 1021	BURLESON	TX	76028
HANKS, JOHN	\$ 3,000.00	2 N SKIMMER	LA MARQUE	TX	77568
HARGRAVE, ROBERT	\$ 3,000.00	1239 RIPPLE CREEK DR	HOUSTON	TX	77057
HEREDIA, FRED	\$ 5,000.00	24 MISTY GROVE CIR	SPRING	TX	77380
HOLCOMB, MARK	\$ 3,000.00	18622 BARBUDA LN	HOUSTON	TX	77058
HOLLOWAY, WILLIAM			THE		
MICHAEL	\$ 5,000.00	255 SADDLE RIDGE	WOODLAND	TX	77380
HOURLANI, MONZER	\$ 5,000.00	7670 WOODWAY STE 160	HOUSTON	TX	77063
INGRAM, BONNIE	\$ 3,000.00	916 VISTA RD	PASADENA	TX	77504
JAMAIL, JIM	\$ 5,000.00	C. L. LEASING	HOUSTON	TX	77058
JARRELL, RANDY	\$ 5,000.00	3410 IH - 10	ORANGE	TX	77632
JOHNSON, NORRIS	\$ 5,000.00	2910 OAK DRIVE	BAY CITY	TX	77414
KEESLER, MARK	\$ 3,000.00	18217 HWY 3	WEBSTER	TX	77598
KHAN, MUHAMMAD	\$ 4,000.00	BLUECHIP SECURITIES,	HOUSTON	TX	77056
KOUTROUVELIS,					
ARISTIDES	\$ 3,000.00	11924 SPORTSMAN RD	GALVESTON	TX	77554
LAINE, COLLEEN	\$ 3,000.00	11 LONG KEY BOX 21	HITCHCOCK	TX	77563
LEE, ROBERT	\$ 5,000.00	P.O. BOX 285	BEAUMONT	TX	77704
LONG, TIM	\$ 5,000.00	229 BORA BORA	TIKI ISLAND	TX	77554
LUMSDEN, ALAN	\$ 5,000.00	1600 POST OAK BLVD #	HOUSTON	TX	77056
MANUEL, KEN	\$ 5,000.00	13810 ASPEN COVE	HOUSTON	TX	77077
MATHEUI, GUY	\$ 2,500.00	13910 SAND SABA CANY	CYPRESS	TX	77429
McCANN, DENNIS	\$ 3,000.00	1 LOGGERHEAD, BOX 12	HITCHCOCK	TX	77563
MCKENZIE, TRAVIS	\$ 3,000.00	201 NORTH 16TH	LA PORTE	TX	77571
MEISKE, RICK	\$ 5,000.00	34 CHESTNUT HILL CT	SPRING	TX	77380
MERSZEI, JUSTIN DAVID	\$ 3,000.00	2016 SUNSET BLVD	HOUSTON	TX	77005
					77030-
MILLER, ROBERT	\$ 3,000.00	2001 HOLCOMBE BLVD	HOUSTON	TX	4216
MILLER, WILLIAM	\$ 5,000.00	7506 SAN CLEMENTE PO	KATY	TX	77494
MITCHEN, JIM	\$ 5,000.00	8719 STERLING GATE C	SPRING	TX	77379
MOERBE, WILLIAM	\$ 3,000.00	4 ISLAMORADA	HITCHCOCK	TX	77563
MORAIDA, RANDY LEE	\$ 5,000.00	7319 CHARPIOT LN	HUMBLE	TX	77396
			MISSOURI		
MORFORD, JOHN	\$ 5,000.00	11 HOPE FARM RD	CIT	TX	77459
MORGAN, MARK	\$ 5,000.00	2731 DANIELS CHAPEL	NEW BOSTON	TX	75570
MUNN, ROBERT	\$ 5,000.00	4238 PURDUE	HOUSTON	TX	77005
NAVAS, HOLMAN	\$ 3,000.00	26102 TIMBERSTONE CO	CYPRESS	TX	77433
OLSON, DAVID	\$ 3,000.00	5603 BEAVER LODGE DR	KINGWOOD	TX	77345
ONIELL, HERB	\$ 5,000.00	703 HIGHGROVE PARK	HOUSTON	TX	77024

PEARSALL, MASON	\$ 2,500.00	12507 TELGE ROAD	CYPRESS	TX	77429
PICKAVANCE, WILLIAM	\$ 5,000.00	2600 AVE O 1/2	GALVESTON	TX	77550
POWERS, JAMES	\$ 2,500.00	16618 BRIDGE CREEK F	SPRING	TX	77379
POWERS, MARTIN	\$ 2,500.00	1712 MORSE ST	HOUSTON	TX	77019
PRUDE, GEORGE	\$ 5,000.00	19206 NOAH ARBOR LN	HOUSTON	TX	77094
RING, JOHN	\$ 3,000.00	202 EAST VIEJO	FRIENDSWOOD	TX	77546
RING, WILLIAM	\$ 3,000.00	706 WEST VIEJO	FRIENDSWOOD	TX	77546
			THE		
ROBINSON, WILLIAM	\$ 3,000.00	11 EAST HORIZON RIDG	WOODLAND	TX	77381
ROHDE, GERT	\$ 5,000.00	227 WALNUT COVE	PEARLAND	TX	77584
RUSNAK, SHANNON	\$ 5,000.00	8700 CEDARSPUR	HOUSTON	TX	77055
SIMS, CHRISTOPHER	\$ 3,000.00	20 GRAND MANOR	SUGARLAND	TX	77479
					77027-
SMELOFF, NICK	\$ 5,000.00	3127 MIDLANE STREET	HOUSTON	TX	5615
SMITH, CYRIL JEFF	\$ 3,000.00	12003 GRAPEVINE CT	STAFFORD	TX	77477
SMOTHERMON, DAVE	\$ 5,000.00	3118 PLEASENT COVE	HOUSTON	TX	77059
STELLER, JAMES	\$ 3,000.00	10 HALF MOON	HITCHCOCK	TX	77563
STOY, CLEVE	\$ 5,000.00	10 NEW GREENS CT	KINGWOOD	TX	77339
TERRY, JOHN DENNIS	\$ 3,000.00	15424 ROCKY OAK CT	HOUSTON	TX	77059
THRONSON, LOWELL	\$ 3,000.00	10802 CANDLEWOOD	HOUSTON	TX	77042
TOMLINSON, DON	\$ 5,000.00	8 LOGGERHEAD	HITCHCOCK	TX	77563
TOOMEY, JIM	\$ 3,000.00	116 MAGNOLIA DRIVE	FERRIS	TX	75125
TRUSCOTT, BILL	\$ 5,000.00	2925 GULF FWY S STE	LEAGUE CITY	TX	77573
VAUGHN, LARRY	\$ 3,000.00	24918 MIST LAKE COUR	KATY	TX	77494
WOOD, MICHAEL	\$ 3,000.00	1544 BRIAR BEND	FRIENDSWOOD	TX	77546
WORLEY, JIM	\$ 5,000.00	13731 VINERY LANE	CYPRESS	TX	77429
ZUCKER, TODD	\$ 3,000.00	1601 WESTHEIMER	HOUSTON	TX	77006
TOTAL	\$455,000.00				